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**FILED** *ED*

APR 07 2010

**CLERK**  
**United States Bankruptcy Court**  
**San Jose, California**

## 6 | Attorneys for Debtors

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA**

## **SAN JOSE DIVISION**

In re:	)	Jointly Administered Chapter 11 Cases
<b>ATI LIQUIDATING, INC.,</b> formerly known as Aviza Technology, Inc., Employer's Tax ID No.: 20-1979646	)	Case No. 09-54511-RLE-11
<b>AI LIQUIDATING, INC.,</b> formerly known as Aviza, Inc., Employer's Tax ID No.: 20-0249205	)	Case No. 09-54514-RLE-11
<b>TTI LIQUIDATING, INC.,</b> formerly known as Trikon Technologies, Inc., Employer's Tax ID No.: 95-4054321	)	Case No. 09-54515-RLE-11
Debtor(s).	)	Date: April 28, 2010 Time: 10:30 a.m. Place: United States Bankruptcy Cour 280 S. First Street, Room 3099 San Jose, CA 95113 Judge: Honorable Roger L. Efremsky
440 Kings Village Road Scotts Valley, CA 95066	)	

**FIRST AND FINAL APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES BY SPECIAL COUNSEL FOR DEBTORS**  
(GIFFORD, KRASS, GROH, SPRINKLE, ANDERSON & CITKOWSKI, P.C.)

**FIRST AND FINAL APPLICATION FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES BY SPECIAL COUNSEL FOR DEBTORS**

**To:** The Honorable Roger L. Efremsky, United States Bankruptcy Judge:

The FIRST AND FINAL APPLICATION FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES BY SPECIAL COUNSEL FOR DEBTORS<sup>1</sup> (the “Application”) of Gifford, Krass, Groh, Sprinkle, Anderson & Citkowski, P.C. (“Gifford” or your “Applicant”) respectfully represents:

## **1. Notice**

8 Notice of the hearing on this Application is being provided pursuant to this Court's ORDER  
9 LIMITING NOTICE entered on June 12, 2009, on the Debtors, the Official Committee of Unsecured  
10 Creditors and counsel for the Committee; all creditors listed on the Debtors' List of Creditors  
11 Holding 20 Largest Unsecured Claims; all secured creditors; the Office of the United States Trustee;  
12 and any party in interest who has requested special notice.

## **2. Employment Authorization**

Prior to the Petition Date, the Debtors utilized the Applicant to advise and represent them on the matters described in the EX PARTE APPLICATION FOR ORDER AUTHORIZING AND APPROVING EMPLOYMENT OF SPECIAL COUNSEL PURSUANT TO 11 U.S.C. § 327(e) (the “Employment Application”), which was filed with this Court on July 9, 2009. The Employment Application sought to employ Gifford as special counsel to:

19           a.       Perform services as patent counsel including performing patentability  
20 searches, monitoring patent applications, tracking of critical due dates and patent prosecution, both  
21 in the United States and abroad; and

b. Perform other related services as requested by the Debtors

23 On July 17, 2009, this Court entered the ORDER GRANTING EX PARTE APPLICATION FOR  
24 ORDER AUTHORIZING AND APPROVING EMPLOYMENT OF SPECIAL COUNSEL PURSUANT TO 11 U.S.C.  
25 § 327(e) (the “Order”) which authorized the Debtors to employ your Applicant as special counsel. A  
26 copy of the Order is attached hereto as Exhibit “A” and incorporated herein.

<sup>1</sup> Capitalized terms not defined herein are given the same meaning ascribed in the Employment Application.

1           3.     **Applicant's Fees**

2           Applicant seeks final approval of its fees incurred in this Chapter 11 case from June 9, 2009  
3           through March 31, 2010 (the “Application Period”) in the amount of \$2,490. Your Applicant does  
4           not anticipate any additional fees in this case. These fees can be broken down on a monthly basis as  
5           follows:

<b>Month</b>	<b>Fees</b>	<b>Total</b>
July	\$ 960.00	\$ 960.00
January	\$ 540.00	\$ 540.00
February	\$ 570.00	\$ 570.00
March	\$ 420.00	\$ 420.00
<b>Total Fees Incurred</b>	<b>\$ 2,490.00</b>	<b>\$ 2,490.00</b>
<b>Total Fees</b>		<b>2,490.00</b>

11           4.     **Prior Compensation**

12           This is the Applicant’s first application for compensation in the within case.

13           5.     **Source of Compensation**

14           The source of compensation to be paid to your Applicant is cash held by the Debtors and the  
15           proceeds of the sale of assets to Sumitomo Precision Products Co., Ltd.

16           6.     **History of the Case**

17           The full history and factual background for the cases, including the cases’ success and  
18           progress, may be found in the SECOND AND FINAL APPLICATION FOR COMPENSATION AND  
19           REIMBURSEMENT OF EXPENSES BY ATTORNEYS FOR DEBTORS (the “Murray Application”) filed by  
20           Murray & Murray, bankruptcy counsel for the Debtors.

21           7.     **Administrative Claims**

22           The only unpaid Chapter 11 administrative claims of which your Applicant is aware are those  
23           sums owing to professionals of the Debtors, as set forth in the Murray Application.

24           8.     **Cash on Hand**

25           As of February 26, 2010, the Debtors report in the Monthly Operating Report that it had cash  
26           on hand of \$2,370,945.00.

27           ///

28           ///

1           **9. Project Billing**

2       Due to the limited nature of the Applicant's request (under \$10,000), and as allowed in the  
3       GUIDELINES FOR COMPENSATION AND EXPENSE REIMBURSEMENT OF PROFESSIONALS AND TRUSTEES  
4       the Applicant's time records are not divided into project billing categories.

5       During the Application Period the Applicant spent time monitoring patent applications and  
6       tracking critical due dates, both in the United States and abroad. This included the review of the  
7       Debtors' patent portfolio and correspondence with foreign counsel regarding expiring patents.  
8       Applicant's fees related to this work are set forth and described in detail in the time record attached  
9       as **Exhibit "B"**.

10           **10. Billing Summary**

11       In the course of its representation of the Debtors for this Application Period, the Applicant  
12       has devoted 8.3 hours of professional time in the performance of such services as indicated on  
13       **Exhibit "B".**

14           **11. No Sharing Of Compensation**

15       The Applicant has not shared any prior compensation and no agreement or understanding  
16       exists between Gifford and any other person for the sharing of compensation received or to be  
17       received for services rendered in, or in connection with, this case, except with the regular partners of  
18       Gifford.

19           **12. Unpaid Chapter 11 Expense Of Administration Claims**

20       The only unpaid Chapter 11 expense of administration claims, other than the claim of your  
21       Applicant as set forth herein, are those of the Debtors' other professionals, as set forth in the Murray  
22       Application. Your Applicant is advised by the Debtors that all other obligations incurred by the  
23       Debtors since the commencement of the case are being paid in the ordinary course of the Debtors'  
24       business.

25           **13. Relief Requested**

26       By this Application, Gifford seeks allowance and approval of payment for all fees incurred  
27       by Gifford in its representation of the Debtors during this Application Period but not yet  
28       compensated or reimbursed. Specifically, Gifford requests final approval of its Chapter 11 fees

incurred during this Application Period in the amounts of \$2,490. In view of the time expended, the responsibilities assumed, and the reputation and skill of Gifford in the field of patent law, Gifford respectfully submits that the foregoing represents the reasonable value of the services rendered. Gifford believes that the services rendered were necessary, and that the fees requested constitute reasonable and necessary fees expended on behalf of the estate.

**WHEREFORE**, the Applicant prays that this Court enter its Order (i) approving the attorneys' fees incurred by Applicant in its representation of the Debtors from June 9, 2009 through March 31, 2010 in the sum of \$2,490; (ii) authorizing and directing the Debtors to pay Applicant the sum of \$2,490 for services rendered from June 9, 2009 through March 31, 2010 but not yet compensated; and (iii) for such other and further relief as the Court deems just and proper.

Dated: April 6, 2010

Respectfully submitted

**GIFFORD, KRASS, GROH, SPRINKLE, ANDERSON  
& CITKOWSKI, P.C.**

By: /s/ Avery N. Goldstein

**Avery N. Goldstein**  
Special Counsel for Debtors

1                   **CERTIFICATION RE COMPLIANCE WITH GUIDELINES FOR**  
2                   **COMPENSATION AND EXPENSE REIMBURSEMENT OF PROFESSIONALS**

3                   I, Avery N. Goldstein, am the professional designated by Gifford, Krass, Groh, Sprinkle,  
4                   Anderson & Citzkowski, P.C. (the “Applicant”) with the responsibility in these cases for compliance  
5                   with the **GUIDELINES FOR COMPENSATION AND EXPENSE REIMBURSEMENT OF PROFESSIONALS AND**  
6                   **TRUSTEES** (the “Guidelines”) promulgated by this Court on July 8, 2004, and I hereby certify that:

7                   (1)       I have read the foregoing Application;

8                   (2)       To the best of my knowledge, information and belief, formed after reasonable  
9                   inquiry, the compensation and expense reimbursement sought herein is in conformity with the  
10                  Guidelines, except as follows:

11                  a.         As explained in the Application, due to the limited nature of the request (less  
12                  than \$10,000) the Applicant’s time records are not divided into project billing categories.

13                  (3)       The compensation and expense reimbursement requested are billed at rates, in  
14                  accordance with practices, no less favorable than those customarily employed by the Applicant and  
15                  generally accepted by the Applicant’s clients;

16                  (5)       Fees paid to the Applicant from, or on behalf of, the Debtors or their estates have not  
17                  been and will not be divided or shared with any other person, natural or otherwise;

18                  (6)       All of the time records attached to this Application are accurate and were recorded in  
19                  the regular and ordinary course of business contemporaneously with the services provided; and

20                  (7)       This Application was transmitted to the Debtors with the cover letter required by the  
21                  Guidelines, a copy of which is attached hereto as **Exhibit “C”** and by this reference incorporated  
22                  herein.

23                  I hereby certify under penalty of perjury that the foregoing is true and correct to the best of  
24                  my knowledge, information and belief formed after reasonable inquiry.

25                  Executed this 6<sup>th</sup> day of April, 2010.

26                  \_\_\_\_\_  
27                  */s/ Avery N. Goldstein*  
28                  Avery N. Goldstein

## **EXHIBIT INDEX**

<b>EXHIBIT A</b>	Order Authorizing and Approving Employment of Counsel
<b>EXHIBIT B</b>	Billing Detail
<b>EXHIBIT C</b>	Letter to Debtors re First Application

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## Attorneys for Debtors

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA**

## **SAN JOSE DIVISION**

In re:	)	Jointly Administered Chapter 11 Cases
<b>ATI LIQUIDATING, INC.,</b> formerly known as Aviza Technology, Inc., Employer's Tax ID No.: 20-1979646	)	Case No. 09-54511-RLE-11
<b>AI LIQUIDATING, INC.,</b> formerly known as Aviza, Inc., Employer's Tax ID No.: 20-0249205	)	Case No. 09-54514-RLE-11
<b>TTI LIQUIDATING, INC.,</b> formerly known as Trikon Technologies, Inc., Employer's Tax ID No.: 95-4054321	)	Case No. 09-54515-RLE-11
Debtor(s).	)	Date: April 28, 2010 Time: 10:30 a.m. Place: United States Bankruptcy Cour 280 S. First Street, Room 3099 San Jose, CA 95113 Judge: Honorable Roger L. Efremsky
440 Kings Village Road Scotts Valley, CA 95066	)	

## **EXHIBIT "A"**

To

**FIRST AND FINAL APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES BY SPECIAL COUNSEL FOR THE DEBTORS  
(GIFFORD, KRASS, GROH, SPRINKLE, ANDERSON & CITKOWSKI, P.C.)**

**Entered on Docke  
July 17, 2009**  
**GLORIA L. FRANKLIN, CLERK**  
**U.S. BANKRUPTCY COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**



**The following constitutes  
the order of the court. Signed July 17, 2009**

~~Roger L. Efremsky  
U.S. Bankruptcy Judge~~

1 JOHN WALSH MURRAY (074823)  
2 ROBERT A. FRANKLIN (091653)  
3 DORIS A. KAEELIN (162069)  
4 MURRAY & MURRAY  
5 A Professional Corporation  
6 19400 Stevens Creek Blvd., Suite 200  
Cupertino, CA 95014-2548  
Telephone: (650) 852-9000; (408) 907-9200  
Facsimile: (650) 852-9244  
Email: jwmurray@murraylaw.com  
Email: rfranklin@murraylaw.com  
Email: dkaelin@murraylaw.com

## 8 | Attorneys for Debtors

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION**

13	In re:	)	Jointly Administered Chapter 11 Cases
14	<b>AVIZA TECHNOLOGY, INC.,</b>	)	Case No. 09-54511-RLE-11
15	A Delaware corporation	)	
16	Employer's Tax ID No.: 20-1979646	)	
17	<b>AVIZA, INC.,</b>	)	Case No. 09-54514-RLE-11
18	A Delaware corporation	)	
19	Employer's Tax ID No.: 20-0249205	)	
20	<b>TRIKON TECHNOLOGIES, INC.,</b>	)	Case No. 09-54515-RLE-11
21	A Delaware corporation	)	
22	Employer's Tax ID No.: 95-4054321	)	
23	Debtor(s).	)	<i>[No Hearing Requested]</i>
24	440 Kings Village Road	)	
	Scotts Valley, CA 95066	)	

**ORDER GRANTING EX PARTE APPLICATION FOR ORDER AUTHORIZING AND APPROVING  
EMPLOYMENT OF SPECIAL COUNSEL PURSUANT TO 11 U.S.C. § 327(e)  
(GIFFORD, KRASS, GROH, SPRINKLE, ANDERSON & CITKOWSKI, P.C.)**

1 The EX PARTE APPLICATION FOR ORDER AUTHORIZING AND APPROVING EMPLOYMENT OF  
2 SPECIAL COUNSEL PURSUANT To 11 U.S.C. § 327(e) (the “Application”) of Aviza Technology, Inc.,  
3 Aviza, Inc., and Trikon Technologies, Inc., the debtors and debtors in possession (the “Debtors”) in  
4 the above-captioned jointly administered Chapter 11 cases, seeking authority to employ Gifford,  
5 Krass, Groh, Sprinkle, Anderson & Citkowski, P.C. (“Gifford”) as their special counsel in these  
6 cases having been filed with the Court; it appearing to the Court that Gifford does not hold or  
7 represent an interest adverse to the Debtors or to the estates for the matters on which it is to be  
8 employed; that Gifford’s employment is necessary and is in the best interest of the bankruptcy  
9 estates; it further appearing to this Court that notice or a hearing on said Application is not necessary  
10 or appropriate; and good cause appearing therefor,

**11 IT IS HEREBY ORDERED** as follows:

- 12        1. The Application is approved.

13        2. The Debtors are authorized to employ Gifford as Debtors' special counsel in aid of

14 these proceedings, upon the terms and conditions set forth in the Application, effective as of the

15 Petition Date.

16        2. The Debtors are authorized to employ Gifford for the following purposes upon the

17 terms and conditions described in the Application:

18            a. Perform services as patent counsel including performing patentability

19 searches, monitoring patent applications, tracking of critical due dates, and patent prosecution, both

20 in the United States and abroad; and

21            b. Perform other related services as requested by the Debtors.

22        3. It is not necessary for the Debtors to file separate applications for authority to employ

23 Gifford in the Aviza, Inc. and Trikon Technologies, Inc. cases, and that the Application and this

24 order approving it, will suffice as authority for the Debtors' employment of Gifford in all three

25 jointly administered cases.

26        4. Gifford may maintain a single record of attorneys' time and costs for all three

27 bankruptcy estates.

**\*\*END OF ORDER\*\***

### **Court Service List**

**Debtor**

**Patrick C. O'Connor  
Aviza Technology, Inc.  
440 Kings Village Road  
Scotts Valley, CA 95066**

U.S. Trustee

**Office of the U.S. Trustee  
Attn: Nanette Dunas  
U.S. Federal Building  
280 S. First Street, #268  
San Jose, CA 95113-3004**

**Attorneys for Debtor**

John Walshe Murray  
Murray & Murray  
A Professional Corporation  
19400 Stevens Creek Blvd., Suite 200  
Cupertino, CA 95014-2548

AVERY N. GOLDSTEIN (P54063, MD)  
GIFFORD, KRASS, GROH, SPRINKLE,  
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## Attorneys for Debtors

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION**

In re:	)	Jointly Administered Chapter 11 Cases
<b>ATI LIQUIDATING, INC.,</b> formerly known as Aviza Technology, Inc., Employer's Tax ID No.: 20-1979646	)	Case No. 09-54511-RLE-11
<b>AI LIQUIDATING, INC.,</b> formerly known as Aviza, Inc., Employer's Tax ID No.: 20-0249205	)	Case No. 09-54514-RLE-11
<b>TTI LIQUIDATING, INC.,</b> formerly known as Trikon Technologies, Inc., Employer's Tax ID No.: 95-4054321	)	Case No. 09-54515-RLE-11
Debtor(s).	)	Date: April 28, 2010 Time: 10:30 a.m. Place: United States Bankruptcy Cour 280 S. First Street, Room 3099 San Jose, CA 95113 Judge: Honorable Roger L. Efremsky
440 Kings Village Road Scotts Valley, CA 95066	)	

## **EXHIBIT "B"**

To

**FIRST AND FINAL APPLICATION FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES BY SPECIAL COUNSEL FOR THE DEBTORS  
(GIFFORD, KRASS, GROH, SPRINKLE, ANDERSON & CITKOWSKI, P.C.)**

**GIFFORD, KRASS, SPRINKLE, ANDERSON & CITKOWSKI, P.C.**

PATENT, TRADEMARK, AND COPYRIGHT PRACTICE  
P.O. BOX 7021  
TROY, MICHIGAN 48007-7021  
(248) 647-6000  
Facsimile (248) 647-5210

Aviza Technology  
c/o The Law Office of Murray and Murray  
Attention: John Walshe Murray, Esq.  
19400 Stevens Creek Blvd.  
Suite 200  
Cupertino, CA 95014

**Invoice Date:** October 31, 2009  
**Bill Through Date:** October 26, 2009  
**Invoice Number:** 67154  
**Our Reference:** 38AVZB

**Invoice Detail**

**AVZB-1000/38 - GENERAL MATTERS**

**PROFESSIONAL SERVICES**

07/22/09	ANG	Services rendered relating to the indicated file including portfolio review and maintenance.	3.20 hrs	300.00/hr	\$960.00
				<b>Total Professional Services for this matter:</b>	<b>\$960.00</b>

**Invoice Summary**

PH.D., Avery N. Goldstein	3.20 hrs	\$300.00/hr	\$960.00
<b>TOTAL PROFESSIONAL SERVICES</b>			<b>\$960.00</b>
Foreign associate's services a			\$0.00
<b>TOTAL DISBURSEMENTS INCURRED</b>			<b>\$0.00</b>
NET CURRENT CHARGES			\$960.00
<b>TOTAL BALANCE NOW DUE</b>			<b>\$960.00</b>

**ANG SERVICES RE AVZ BANKRUPTCY  
38AVZB**

**-2-**

GIFFORD, KRASS, SPRUNKLE, ANDERSON & CITKOWSKI, P.C.  
PATENT, TRADEMARK AND  
COPYRIGHT PRACTICE P.O. BOX  
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Rachel Patience Ragni  
Murray & Murray  
A Professional Corporation  
19400 Stevens Creek Boulevard, Suite 200  
Cupertino, California 95014-2526  
Tel (650) 852-9000  
Fax (650) 852-9244

Invoice Date: March 30,  
Bill Through Date: 2010 March  
30, 2010

**Invoice Detail**

Gifford Ref. No.: AVZA-10080/38  
Client Ref: Aviza

**PROFESSIONAL  
SERVICES**

01/11/10	ANG	Review of Aviza US and foreign portfolio.	1.8 hrs 300.00/hr	\$540
02/12/10	ANG	Review of Aviza US and foreign portfolio	1.1 hrs 300.00/hr	\$330
2/24/10	ANG	Correspondence with Taiwanese counsel regarding disposition of AVZ-10954/38	0.80 hrs 300.00/hr	\$240
03/09/10	ANG	Review of Aviza US and foreign portfolio.	1.4 hrs 300.00/hr	\$420
		Total		\$1530

1      AVERY N. GOLDSTEIN (P54063, MD)  
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8      Email: agoldstein@patlaw.com

9  
10     Attorneys for Debtors

11  
12     **UNITED STATES BANKRUPTCY COURT**  
13     **NORTHERN DISTRICT OF CALIFORNIA**  
14     **SAN JOSE DIVISION**

15     In re: ) Jointly Administered Chapter 11 Cases  
16         )       
17         **ATI LIQUIDATING, INC.,**     ) Case No. 09-54511-RLE-11  
18         formerly known as     )  
19         Aviza Technology, Inc.,     )  
20         Employer's Tax ID No.: 20-1979646     )  
21           
22         **AI LIQUIDATING, INC.,**     ) Case No. 09-54514-RLE-11  
23         formerly known as Aviza, Inc.,     )  
24         Employer's Tax ID No.: 20-0249205     )  
25           
26         **TTI LIQUIDATING, INC.,**     ) Case No. 09-54515-RLE-11  
27         formerly known as     )  
28         Trikon Technologies, Inc.,     )  
29         Employer's Tax ID No.: 95-4054321     )  
30           
31         Debtor(s).     ) Date: April 28, 2010  
32         ) Time: 10:30 a.m.  
33         ) Place: United States Bankruptcy Court  
34         440 Kings Village Road     ) 280 S. First Street, Room 3099  
35         Scotts Valley, CA 95066     ) San Jose, CA 95113  
36         ) Judge: Honorable Roger L. Efremsky  
37           
38         

39     **EXHIBIT "C"**

40     **To**

41     **FIRST AND FINAL APPLICATION FOR COMPENSATION AND REIMBURSEMENT**  
42     **OF EXPENSES BY SPECIAL COUNSEL FOR THE DEBTORS**  
43     **(GIFFORD, KRASS, GROH, SPRINKLE, ANDERSON & CITKOWSKI, P.C.)**

44  
45     EXHIBIT COVER

ERNEST I. GIFFORD (1)  
 ALLEN M. KRASS  
 DOUGLAS W. SPRINKLE  
 THOMAS E. ANDERSON (1)  
 RONALD W. CITKOWSKI  
 JULIE A. GREENBERG  
 DOUGLAS J. McEOY  
 JOHN G. POSA  
 DOUGLAS L. WATHEN  
 AVERY N. GOLDSTEIN, Ph.D.  
 MARK D. SCHNEIDER  
 KEVIN S. MACKENZIE  
 JULIE K. STAPLE, Ph.D.  
 MARTIN S. BANCROFT, Ph.D. (2)  
 MARK A. HARPER, Ph.D.  
 JOHN CHAU  
 CESARA A. SCLAFANI  
 ERIN B. KLUG  
 WESTON R. GOULD, Ph.D. (3)  
  
 (1) ALSO ADMITTED IN FLORIDA  
 (2) ALSO ADMITTED IN NEW YORK  
 (3) ONLY ADMITTED IN CONNECTICUT



PATENT, TRADEMARK & COPYRIGHT PRACTICE

**GIFFORD,  
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 SPRINKLE,  
 ANDERSON &  
 CITKOWSKI, P.C.**

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**ATI LIQUIDATING, INC.**  
 Aviza Technology, Inc.  
 440 Kings Village Road  
 Scotts Valley, CA 95066

Attn.: Patrick C. O'Connor  
 Chief Executive Officer

**TTI LIQUIDATING, INC.**  
 fka Trikon Technologies, Inc.  
 440 Kings Village Road  
 Scotts Valley, CA 95066

Attn.: Patrick C. O'Connor  
 Chief Executive Officer

**AI LIQUIDATING, INC.**  
 fka Aviza, Inc.  
 440 Kings Village Road  
 Scotts Valley, CA 95066

Attn.: Patrick C. O'Connor  
 Chief Executive Officer

Re:     **ATI Liquidating, Inc.; Case No. 09-54511-RLE-11**  
           **AI Liquidating, Inc.; Case No. 09-54514-RLE-11**  
           **TTI Liquidating, Inc.; Case No. 09-54515-RLE-11**

Dear Mr. O'Connor:

Enclosed please find a copy of THE GIFFORD KRASS FIRST AND FINAL APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES BY ATTORNEYS FOR DEBTOR which we are filing with the United States Bankruptcy Court (the "Bankruptcy Court"). The hearing on this application will be conducted in the Bankruptcy Court on April 28, 2010 at 10:30 o'clock a.m. before the Honorable Roger L. Efremsky.

The Court's Guidelines for Compensation and Reimbursement of Professionals and Trustees provide that a debtor in possession, a trustee or an official committee must exercise reasonable business judgment in monitoring fees and expenses of the estate's professionals. We invite you to discuss any objections, concerns or questions you may have with us. The Office of the United States Trustee will

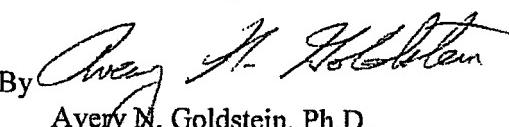
**GIFFORD, KRASS, SPRINKLE,  
ANDERSON & CITKOWSKI, P.C.**

ATI Liquidating, Inc.  
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also accept your comments. The Court will also consider timely filed objections by any party in interest at the time of the hearing.

Very truly yours,

Gifford, Krass, Sprinkle, Anderson & Citkowski, P.C.  
A Professional Corporation

By   
Avery N. Goldstein, Ph.D.